

SIMPSON THACHER & BARTLETT LLP

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*Counsel to the Official Committee
of Unsecured Creditors of Gawker Media LLC, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11
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Gawker Media LLC, *et al.*,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
:
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**SECOND MONTHLY STATEMENT OF SIMPSON THACHER & BARTLETT LLP OF
FEES FOR PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS
INCURRED AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD FROM AUGUST 1, 2016 THROUGH AUGUST 31, 2016**

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. Kinja Kft.'s offices are located at Andrássy út. 66 1062 Budapest, Hungary.

Name of Applicant:	Simpson Thacher & Bartlett LLP Counsel to the Official Committee of Unsecured Creditors
Date of Retention:	August 17, 2016 (<i>nunc pro tunc</i> to June 24, 2016) [Docket No. 184]
Period for Which Fees and Expenses are Incurred:	August 1, 2016 through and including August 31, 2016
Fees Incurred:	\$289,559.50
Expenses Incurred:	\$21,823.30
Total Fees and Expenses Due:	\$311,382.8

This is a Monthly Fee Statement.

SUMMARY

1. Simpson Thacher & Bartlett LLP (“**Simpson Thacher**”), attorneys the Official Committee of Unsecured Creditors in the above-captioned cases (the “**Committee**”), hereby submits this statement of fees and disbursements (the “**Monthly Statement**”) for the period from August 1, 2016 through and including August 31, 2016 (the “**Compensation Period**”) in accordance with the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 94] (the “**Interim Compensation Order**”). Simpson Thacher requests: (a) interim allowance and payment of compensation in the amount of \$231,647.60 (80% of \$289,559.50) of fees on account of reasonable and necessary professional services rendered to the Committee by Simpson Thacher, and (b) reimbursement of actual and necessary costs and expenses in the amount of \$21,823.30 incurred by Simpson Thacher during the Compensation Period.

FEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

2. **Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Simpson Thacher professional and paraprofessional that provided services to the Committee during the Compensation Period. During the Compensation Period, the blended hourly billing rate of Simpson Thacher partners and counsel is approximately \$1,211.76 and associates is approximately \$757.25. The blended hourly billing rate of paraprofessionals during the Compensation Period is approximately \$310.00.

3. **Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by Simpson Thacher professionals and paraprofessionals in rendering services to the Committee during the Compensation Period.

4. **Exhibit C** sets forth a summary of expenses incurred and reimbursement sought, by expense type, for the Compensation Period.

5. **Exhibit D** sets forth detailed time records of Simpson Thacher professionals for the Compensation Period.

6. **Exhibit E** sets forth a complete itemization of expenses incurred by Simpson Thacher in connection with services rendered to the Committee during the Compensation Period for which Simpson Thacher seeks reimbursement.

NOTICE

7. Pursuant to the Interim Compensation Order, notice of this statement will be provided: (i) the Debtors, Gawker Media LLC, 114 Fifth Avenue, 2d Floor, New York, NY 10011, Attn. Heather Dietrick (heather@gawker.com) and William D. Holden (profinvoices@gawker.com); (ii) counsel for the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036, Attn: Gregg M. Galardi (gregg.galardi@ropesgray.com); (iii) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attn: Greg Zipes & Susan Arbeit; (iv) counsel to US VC Partners LP, as Prepetition Second Lien Lender, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611, Attn: David Heller (david.heller@lw.com) & Keith A. Simon, 885 Third Avenue, New York, New York 10022, Attn: Keith A. Simon (keith.simon@lw.com); and (v) counsel to Cerberus Business Finance, LLC, as DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022, Attn: Adam C. Harris (adam.harris@srz.com).

Dated: September 16, 2016
New York, New York

Respectfully submitted,

SIMPSON THACHER & BARTLETT LLP

By: /s/ Sandeep Qusba

Sandeep Qusba
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EXHIBIT A

Timekeeper Summary

NAME OF PROFESSIONAL	TITLE	DEPARTMENT	YEAR OF ADMISSION	HOURLY RATE	HOURS BILLED	TOTAL COMPENSATION
WILLIAM T. RUSSELL JR	Partner	Litigation	1991	1,315.00	72.10	94,811.50
LORI E. LESSER	Partner	Litigation	1994	1,300.00	0.80	1,040.00
SANDY QUSBA	Partner	Corporate	1994	1,315.00	8.40	11,046.00
MORRIS MASSEL	Counsel	Corporate	2000	1,030.00	42.80	44,084.00
STEVEN R. DELOTT	Counsel	Corporate	1989	1,065.00	4.10	4,366.50
NICHOLAS BAKER	Associate	Corporate	2008	995.00	49.10	48,854.50
JEFFREY E. BALDWIN	Associate	Litigation	2009	995.00	28.20	28,059.00
RANDY MOONAN	Associate	Litigation	2014	705.00	24.70	17,413.50
JULIA E. HEALD	Associate	Litigation	2016	485.00	20.40	9,894.00
JONATHAN R. MYERS	Associate	Litigation	2016	485.00	42.30	20,515.50
JONATHAN S. PALL	Other Associate	Corporate	2006	750.00	2.30	1,725.00
STEPHANIE CROSSKEY	Paralegal	Litigation - Para	NA	310.00	20.50	6,355.00
JENNIFER AVILA	Paralegal	Litigation - Para	NA	310.00	4.50	1,395.00

EXHIBIT B

Task Code Summary

<u>MATTER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
002724-0002	ASSUMPTION AND REJECTION OF LEASES AND CONTRACTS	0.70	920.50
002724-0003	AVOIDANCE ACTION ANALYSIS	9.60	6,220.00
002724-0005	BUSINESS OPERATIONS	2.50	2,456.50
002724-0006	CASE ADMINISTRATION	41.20	42,691.00
002724-0007	CLAIMS ADMINISTRATION AND OBJECTIONS	2.40	1,368.00
002724-0009	EMPLOYEE BENEFITS AND PENSIONS	2.50	3,170.00
002724-0010	EMPLOYMENT AND FEE APPLICATIONS	32.40	26,059.00
002724-0011	EMPLOYMENT AND FEE APPLICATION OBJECTIONS	65.70	56,838.00
002724-0012	FINANCING AND CASH COLLATERAL	16.80	16,312.50
002724-0013	LITIGATION: CONTESTED MATTERS AND ADVERSARY PROCEEDINGS	45.60	25,717.00
002724-0014	MEETINGS AND COMMUNICATIONS WITH CREDITORS	34.00	32,645.50
002724-0015	NON-WORKING TRAVEL	0.70	696.50
002724-0022	INTELLECTUAL PROPERTY ISSUES	1.10	1,402.50
002724-0023	INTERCOMPANY ISSUES	1.10	1,446.50
002724-0024	ASSET DISPOSITION	63.20	70,695.50
002724-0028	LIEN INVESTIGATION	0.70	920.50

EXHIBIT C

Disbursement Summary

EXPENSES	AMOUNTS
TELEPHONE	86.24
LOCAL TRAVEL	22.88
MEALS - OVERTIME	176.46
ONLINE RESEARCH	19,689.43
OT- CARFARE	53.36
FILING FEES	1,768.13
PRINTING	26.80
TOTAL:	21,823.30

EXHIBIT D

Time Detail

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0002 ASSUMPTION AND REJECTION OF LEASES AND CONTRACTS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
QUSBA, S	08/08/16	T/c with M. Massel, B. Russell, G. Galardi, K. Alexander and others regarding potential lease rejections in connection with sale.	0.40	526.00
RUSSELL JR, W. T.	08/15/16	Review creditor objection to assignment and assumptions (.3)	0.30	394.50
		MATTER TOTAL	0.70	920.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0003 AVOIDANCE ACTION ANALYSIS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
HEALD, J. E.	08/01/16	Rsch. re: avoidance action standards	4.80	2,328.00
HEALD, J. E.	08/02/16	T/c w/ J. Baldwin re: research on avoidance actions	0.30	145.50
HEALD, J. E.	08/03/16	Cont. rsch. re: potential avoidance actions	2.50	1,212.50
RUSSELL JR, W. T.	08/09/16	Analyze legal issues re potential claims and emails committee, STB team re same (1.0)	1.00	1,315.00
BAKER, N	08/11/16	review of EM regarding Kinja transfers and EM to Deloitte re same	0.30	298.50
RUSSELL JR, W. T.	08/17/16	T/C committee re: avoidance action issues.	0.30	394.50
RUSSELL JR, W. T.	08/21/16	Emails STB team, Deloitte re avoidance action issues (.2)	0.20	263.00
RUSSELL JR, W. T.	08/22/16	T/c Deloitte re potential avoidance action analysis (.2)	0.20	263.00
		MATTER TOTAL	9.60	6,220.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0005 BUSINESS OPERATIONS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BAKER, N	08/10/16	review of dataroom for new documents and EM to W. Russel, M. Massel and S. Qusba re insurance	0.50	497.50
MOONAN, R	08/18/16	Research re Gawker operations; email to B. Russell re same.	1.10	775.50
RUSSELL JR, W. T.	08/19/16	Review material from Deloitte (.4)	0.40	526.00
RUSSELL JR, W. T.	08/24/16	Emails debtors, STB team re D&O policies (.5)	0.50	657.50
		MATTER TOTAL	2.50	2,456.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0006 CASE ADMINISTRATION

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MASSEL, M	08/01/16	Calls w/ Deloitte & Ropes re: NDA & related corresp. (.9); Client corresp. re: Detton filing (.3); Attn to case corresp. (.3).	1.50	1,545.00
RUSSELL JR, W. T.	08/01/16	Review Denton petition and emails STB team, Committee re issues raised by Denton bankruptcy (.5)	0.50	657.50
RUSSELL JR, W. T.	08/01/16	Emails Debtors, STB team, Deloitte re information requests (.4)	0.40	526.00
RUSSELL JR, W. T.	08/02/16	Emails debtors, Deloitte, STB team re information requests (.5)	0.50	657.50
RUSSELL JR, W. T.	08/02/16	Review revised NDA (.2)	0.20	263.00
MASSEL, M	08/04/16	Revising info motion.	0.50	515.00
MASSEL, M	08/04/16	Corresp. & tcs re: NDA.	0.40	412.00
MYERS, J. R.	08/04/16	Drafted summary of confidentiality motion for committee members.	0.20	97.00
MYERS, J. R.	08/04/16	Checked docket for updates to case calendar.	0.40	194.00
RUSSELL JR, W. T.	08/04/16	Review revised NDA and emails Deloitte, STB team res same (.4)	0.40	526.00
RUSSELL JR, W. T.	08/04/16	Review recent filings re various issues (.7)	0.70	920.50
MASSEL, M	08/05/16	Calls re: NDA & related corresp (1.3);	1.30	1,339.00
RUSSELL JR, W. T.	08/05/16	Review revised NDAs and emails Deloitte, debtors, STB team re same (.6)	0.60	789.00
MASSEL, M	08/08/16	Reviewing confidentiality motion (.3); Update call w/ Ropes (1.0); Committee call (1.0).	2.30	2,369.00
MYERS, J. R.	08/08/16	Finalized and filed confidentiality motion.	1.00	485.00
RUSSELL JR, W. T.	08/08/16	T/c debtors re various issues (1.0)	1.00	1,315.00
RUSSELL JR, W. T.	08/08/16	T/cs, emails committee re various issues (.8)	0.80	1,052.00
BAKER, N	08/09/16	Review of confidential information motion	0.20	199.00
MOONAN, R	08/09/16	Review confidential communication; Confer w/ J. Myers re filing procedures.	0.80	564.00

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MYERS, J. R.	08/09/16	Checked docket and emailed STB team re: update for Omnibus hearing.	0.50	242.50
RUSSELL JR, W. T.	08/09/16	Omnibus hearing and prep for same (2.1)	2.10	2,761.50
RUSSELL JR, W. T.	08/09/16	Review and revise proposed orders and emails debtors, STB team re same (.8)	0.80	1,052.00
RUSSELL JR, W. T.	08/10/16	Review and revise proposal orders and emails debtors, STB team re same (.8)	0.80	1,052.00
RUSSELL JR, W. T.	08/10/16	T/cs debtors, UST, committee re various issues (.9)	0.90	1,183.50
MYERS, J. R.	08/11/16	Updated case calendar and emailed draft agenda to STB team.	0.60	291.00
RUSSELL JR, W. T.	08/11/16	T/cs, emails committee, STB team re issues and address of committee meeting (.8)	0.80	1,052.00
RUSSELL JR, W. T.	08/11/16	Review amended schedules and emails committee re same (.4)	0.40	526.00
MYERS, J. R.	08/12/16	Sent agenda to committee; updated case calendar; emailed Deloitte regarding location of auction.	0.80	388.00
RUSSELL JR, W. T.	08/12/16	Committee meeting/call (.4)	0.40	526.00
RUSSELL JR, W. T.	08/12/16	T/c debtors re various issues (.5)	0.50	657.50
MYERS, J. R.	08/14/16	Reviewed recent filings, drafted agenda for committee call, and emailed STB team.	0.90	436.50
MYERS, J. R.	08/15/16	Emails and calls re: committee management issues	0.40	194.00
MYERS, J. R.	08/15/16	Updated case calendar.	0.10	48.50
MYERS, J. R.	08/15/16	Reviewed team emails.	0.50	242.50
RUSSELL JR, W. T.	08/15/16	T/cs, committee members, counsel re NDA issues, sale issues, retention issues and other issues (1.9)	1.90	2,498.50
MASSEL, M	08/16/16	Corresp. re: NDA.	0.20	206.00
MYERS, J. R.	08/16/16	Updated case calendar.	0.10	48.50
RUSSELL JR, W. T.	08/16/16	Emails debtors, STB team re next steps (.4)	0.40	526.00
RUSSELL JR, W. T.	08/17/16	Emails, conf. STB re strategy issues.	0.60	789.00
RUSSELL JR, W. T.	08/17/16	T/Cs committee members re: various issues.	1.30	1,709.50
HEALD, J. E.	08/18/16	Update internal case calendar and draft committee call agenda	0.30	145.50
MASSEL, M	08/18/16	Revising agenda.	0.10	103.00
RUSSELL JR, W. T.	08/18/16	Emails, t/cs, confs committee re various issues (1.8)	1.80	2,367.00

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
AVILA, J	08/19/16	Review docket and manage electronic case files as per S. Crosskey	2.00	620.00
RUSSELL JR, W. T.	08/20/16	Review Denton non-compete and motion to approve and emails Committee re same (.3)	0.30	394.50
HEALD, J. E.	08/21/16	Review docket and update case calendar; draft agenda for 8/22 call w/ Committee, Deloitte	0.30	145.50
BAKER, N	08/22/16	Drafting Notice of Appearance in Denton Chapter 11 Case	0.30	298.50
BAKER, N	08/22/16	review of Denton docket and schedules of assets/liabilities	0.90	895.50
HEALD, J. E.	08/22/16	Prep. and arrange filing of Notice of Appearance for In re Denton	0.40	194.00
MYERS, J. R.	08/22/16	called chambers re hearing	0.10	48.50
RUSSELL JR, W. T.	08/22/16	Committee meeting/call and follow up w/ clients and STB team (1.2)	1.20	1,578.00
RUSSELL JR, W. T.	08/22/16	Review papers from Denton case (.3)	0.30	394.50
RUSSELL JR, W. T.	08/23/16	T/c committee member re strategic issues (.3)	0.30	394.50
HEALD, J. E.	08/24/16	Review docket and update case calendar; draft agenda for 8/26 Committee call	0.20	97.00
MASSEL, M	08/24/16	D&O Non-compete.	0.50	515.00
MASSEL, M	08/24/16	Analyzing I/C issues.	0.20	206.00
RUSSELL JR, W. T.	08/24/16	Review papers from Denton case and t/cs, emails committee, STB team re same (.8)	0.80	1,052.00
BALDWIN, J. E.	08/25/16	Attend N. Denton 341 hearing (1.50); prep for same (.50); and draft summary of same (.30).	2.30	2,288.50
HEALD, J. E.	08/28/16	Review docket and update case calendar; draft agenda for 8/29 committee call	0.20	97.00
		MATTER TOTAL	41.20	42,691.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0007 CLAIMS ADMINISTRATION AND OBJECTIONS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MYERS, J. R.	08/05/16	Prepared chart of claims issues	1.30	630.50
BAKER, N	08/10/16	review of revised bar date notices and EM to W. Russel re same	0.40	398.00
MYERS, J. R.	08/16/16	Updated claims objection chart.	0.70	339.50
		MATTER TOTAL	2.40	1,368.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0009 EMPLOYEE BENEFITS AND PENSIONS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MASSEL, M	08/08/16	Reviewing order for severance & related corresp.	0.30	309.00
RUSSELL JR, W. T.	08/08/16	Review revised severance order and emails STB team re same (.4)	0.40	526.00
RUSSELL JR, W. T.	08/08/16	Analyze potential indemnification issues (.8)	0.80	1,052.00
BAKER, N	08/11/16	EM to Deloitte re new severance schedule and SOFA/Schedules	0.10	99.50
RUSSELL JR, W. T.	08/11/16	Emails Deloitte re severance issues (.2)	0.20	263.00
RUSSELL JR, W. T.	08/17/16	Review financial info from debtors and emails Deloitte re: same.	0.70	920.50
		MATTER TOTAL	2.50	3,170.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0010 EMPLOYMENT AND FEE APPLICATIONS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
HEALD, J. E.	08/01/16	Cont. draft Deloitte retention application (.4); t/c w/ Mourant Ozannes, M. Morris re: retention application (.3); draft Mourant Ozannes retention application (.2)	0.90	436.50
MASSEL, M	08/01/16	Call w/Cayman Counsel re: retention.	0.50	515.00
HEALD, J. E.	08/02/16	Draft Mourant Ozannes retention application	2.20	1,067.00
HEALD, J. E.	08/03/16	Cont. draft Mourant Ozannes retention application	0.40	194.00
MASSEL, M	08/04/16	Revising Deloitte application.	1.30	1,339.00
BAKER, N	08/11/16	review of docket for ordinary course order guidelines and whether Citrin Cooperman has filed notice of disinterestedness (.2) and EM to W. Russel and M. Massel re same (.1)	0.30	298.50
MYERS, J. R.	08/11/16	Updated local counsel retention application with declaration and conflicts chart.	1.10	533.50
BAKER, N	08/12/16	EM to Hungarian counsel re status of application	0.20	199.00
BAKER, N	08/12/16	EM to W. Russel and M. Massel re ordinary course professional procedures	0.20	199.00
BALDWIN, J. E.	08/12/16	Review/revise Cayman counsel retention application (.20); call w/ J. Myers re: retention application (.10).	0.30	298.50
MYERS, J. R.	08/12/16	Edited application to retain local counsel and emailed draft to M. Massel.	0.80	388.00
RUSSELL JR, W. T.	08/12/16	Review debtor ordinary course retention notices and emails committee re same	0.60	789.00
MYERS, J. R.	08/15/16	Emailed J. Baldwin re: status of local counsel application.	0.20	97.00
MASSEL, M	08/16/16	Corresp. re: retention of UCC profs. (.2); Revising foreign course/app. (.8).	1.00	1,030.00
MYERS, J. R.	08/16/16	Emails and calls with M. Massel re: status of Simpson retention application; call with M. Massel, Ropes & Gray, and judge's chambers regarding Simpson retention; emailed chambers with proposed order.	1.00	485.00

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MYERS, J. R.	08/16/16	Revised local counsel application and emailed updated version of local counsel application to A. Last for further edits.	0.70	339.50
MASSEL, M	08/17/16	Reviewing Cayman retention application (.5); Reviewing Deloitte application (.5).	1.00	1,030.00
MASSEL, M	08/18/16	Reviewing/revising Deloitte application.	0.70	721.00
RUSSELL JR, W. T.	08/18/16	Review and revise Deloitte retention papers and emails Massel re same (.3)	0.30	394.50
HEALD, J. E.	08/22/16	Prep. Mourant Ozannes retention application	1.40	679.00
MASSEL, M	08/22/16	Reviewing STB time records (3.6); Preparing Fee Stmt (.6); Tcs w/ Accounting re: same (.3); Revising Deloitte & Cayman Counsel Apps (.5).	5.40	5,562.00
MYERS, J. R.	08/22/16	Emailed declaration signature page to committee member	0.20	97.00
RUSSELL JR, W. T.	08/22/16	Review Ropes fee app (.4)	0.40	526.00
HEALD, J. E.	08/23/16	Prep. and arrange filing of Mourant Ozannes retention application	1.50	727.50
MASSEL, M	08/23/16	Corresp. re: Deloitte & MO Applications (.5); Revising fee stmt (1.1).	1.60	1,648.00
MYERS, J. R.	08/23/16	Finalized and filed retention application	1.60	776.00
MASSEL, M	08/24/16	Reviewing & revising fee statement (2.5); Related corresp. (3.).	3.00	3,090.00
MASSEL, M	08/25/16	Revising fee stmt & related corresp w/ Accounting.	0.50	515.00
HEALD, J. E.	08/26/16	Review and prep. STB fee application for filing (.8); t/c w/ M. Massel re: same (.1)	0.90	436.50
RUSSELL JR, W. T.	08/30/16	Review accountants retention application and emails STB team re same (.3)	0.30	394.50
HEALD, J. E.	08/31/16	Revise Dentons retention application	1.50	727.50
RUSSELL JR, W. T.	08/31/16	Review retention applications and emails STB team, debtors re same (.4)	0.40	526.00
		MATTER TOTAL	32.40	26,059.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0011 EMPLOYMENT AND FEE APPLICATION OBJECTIONS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BALDWIN, J. E.	08/01/16	O/c w/ J. Myers re: objection to special litigation counsel applications (.10); review special litigation counsel applications (.80); legal research and review re: section 327(e) (2.70); draft/revise objection to special litigation counsel applications (5.90).	9.50	9,452.50
MYERS, J. R.	08/01/16	Drafting opposition to Debtors' application to retain special litigation counsel under 327(e).	1.00	485.00
MYERS, J. R.	08/01/16	Researched case law regarding conflicts of interest arising from dual representation of debtor and non-debtor defendants.	3.40	1,649.00
MYERS, J. R.	08/01/16	Reviewed draft objection to 327(e) special counsel.	0.30	145.50
BALDWIN, J. E.	08/02/16	Emails w/ W. Russell, S. Qusba and M. Massel re: objection to special counsel applications (.30); revise objection (1.30); call w/ S. Qusba re: draft objection (.20); emails w/ D. Tabak re: draft objection (.20); emails w/ creditors committee re: draft objection (.20).	2.20	2,189.00
MASSEL, M	08/02/16	Reviewing objection & related corresp.	0.50	515.00
MYERS, J. R.	08/02/16	Reviewed emails regarding edits and revisions to committee's opposition to debtors' application to retain special counsel under 327(e).	0.40	194.00
QUSBA, S	08/02/16	Comment on draft objection to Debtors' retention application for special litigation counsel; review comments to same; correspondence with STB team regarding same.	2.70	3,550.50
RUSSELL JR, W. T.	08/02/16	Review and revise debtor retention objection and emails Committee, STB team re same (1.2)	1.20	1,578.00
BALDWIN, J. E.	08/03/16	Revise objection to special counsel applications (.60); email committee re: objection (.10); o/c w/ J. Myers re: objection (.20).	0.90	895.50

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
QUSBA, S	08/03/16	Review comments to objection to special litigation counsel retention; correspondence with STB team regarding same.	0.70	920.50
RUSSELL JR, W. T.	08/03/16	Revise retention objection and emails Committee, STB team re same (.8)	0.80	1,052.00
BALDWIN, J. E.	08/04/16	Emails w/ W. Russell et al. re: draft objection to special counsel applications (.20); revise and finalize objection to special counsel objection (.70).	0.90	895.50
MYERS, J. R.	08/04/16	Cite checked committee's opposition to debtors' application to retain special litigation counsel.	4.80	2,328.00
MYERS, J. R.	08/04/16	Emailed J. Baldwin with comments on committee's opposition to debtors' application to retain special litigation counsel.	0.20	97.00
MYERS, J. R.	08/04/16	Call with J. Baldwin re: filing opposition to debtors' application for special counsel.	0.30	145.50
RUSSELL JR, W. T.	08/04/16	Review and revise retention objection and emails Committee, STB team re same (.8)	0.80	1,052.00
MYERS, J. R.	08/05/16	Emailed JB Duncan application to J. Baldwin.	0.10	48.50
BAKER, N	08/08/16	review of STB objection to applications for non-debtor counsel	0.20	199.00
MASSEL, M	08/08/16	Corresp. & t/cs w/J. Levitan & internally re: 327 objection.	0.30	309.00
MYERS, J. R.	08/08/16	Reviewed emails re: special counsel issues.	0.10	48.50
RUSSELL JR, W. T.	08/08/16	T/cs, emails debtors, STB team, committee re retention objections (1.1)	1.10	1,446.50
RUSSELL JR, W. T.	08/08/16	Review Cahill retention application (.2)	0.20	263.00
BALDWIN, J. E.	08/09/16	Review employment application with debtors and non-debtors (.20) and emails w/ W. Russell re: same (.10).	0.30	298.50
MASSEL, M	08/09/16	Revising Cahill order (.2); Corresp. re: counsel issues (.3).	0.50	515.00
QUSBA, S	08/09/16	Attend hearing for 327(e); professionals.	0.50	657.50
RUSSELL JR, W. T.	08/09/16	T/cs, emails committee re special counsel retention and other issues (.9)	0.90	1,183.50
RUSSELL JR, W. T.	08/09/16	Review Duncan retention application, analyze issues and emails committee, STB team re same (.9)	0.90	1,183.50

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BALDWIN, J. E.	08/10/16	Call w/ R. Moonan re: objection to Duncan application (.30); emails w/ R. Moonan re: Duncan objection (.10); review draft objection (.30).	0.70	696.50
MOONAN, R	08/10/16	Review Duncan retention application (1.10); Rsrch re 327 and 2014 professional services (4.70); Draft objection to retention application (7.6)	13.40	9,447.00
MYERS, J. R.	08/10/16	Researched case law and legislative history for opposition to JB Duncan 327(e) application.	1.70	824.50
RUSSELL JR, W. T.	08/10/16	Outline draft objection to retention application and emails STB team re same (.7)	0.70	920.50
BALDWIN, J. E.	08/11/16	Review/revise objection to Duncan application.	0.30	298.50
MOONAN, R	08/11/16	Draft objection to fee application.	3.60	2,538.00
MOONAN, R	08/11/16	Rsrch re publicly available information about Gawker's finances.	1.20	846.00
MYERS, J. R.	08/11/16	Researched the nature of professional services for opposition to JB Duncan application.	1.20	582.00
RUSSELL JR, W. T.	08/11/16	Review and revise retention objection and emails Baldwin re same (.6)	0.60	789.00
RUSSELL JR, W. T.	08/11/16	T/c, emails debtors re various retention issues (.3)	0.30	394.50
MOONAN, R	08/14/16	Revise objection to fee application.	0.90	634.50
RUSSELL JR, W. T.	08/14/16	Review revised retention objection and emails t/cs committee, STB team re same (.3)	0.30	394.50
MOONAN, R	08/15/16	Revise objection to fee application.	2.30	1,621.50
RUSSELL JR, W. T.	08/15/16	T/c UST re retention issues	0.20	263.00
RUSSELL JR, W. T.	08/16/16	Emails, confs, committee, debtors re retention issues (.4)	0.40	526.00
RUSSELL JR, W. T.	08/17/16	Review and revise proposed retention order and emails STB team, debtors re: same.	0.90	1,183.50
RUSSELL JR, W. T.	08/18/16	Review revised counsel retention papers and t/cs, emails debtors re same (.9)	0.90	1,183.50
BAKER, N	08/31/16	review of Dentons application and comments to same	0.40	398.00
		MATTER TOTAL	65.70	56,838.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0012 FINANCING AND CASH COLLATERAL

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
PALL, J. S.	08/08/16	Review security/collateral docs re: collateral review.	1.80	1,350.00
BAKER, N	08/17/16	review of 2nd Llen Loan Agreement for make-whole and review of relevant case law	1.10	1,094.50
BAKER, N	08/17/16	drafting summary for STB group re finding on make- whole and case law	0.40	398.00
BAKER, N	08/18/16	further drafting of EM describing make-whole issue	1.10	1,094.50
BAKER, N	08/19/16	finalizing memo re Make-Whole	0.30	298.50
BAKER, N	08/19/16	Review of revised Sale Order and EM to W. Russell re same	0.60	597.00
RUSSELL JR, W. T.	08/21/16	Review analysis re make whole issues (.5)	0.50	657.50
BAKER, N	08/22/16	t/c w/ J. Pall and G. Horvath (Dentons) re perfection issues	0.70	696.50
BAKER, N	08/22/16	research of recent case law on make-whole issue	1.10	1,094.50
PALL, J. S.	08/22/16	T/C re: collateral.	0.50	375.00
BAKER, N	08/23/16	research of cases on make-whole	4.30	4,278.50
BAKER, N	08/24/16	finalizing research on make-whole and drafting outline	2.90	2,885.50
BAKER, N	08/25/16	finalizing memo re make-whole payment	1.50	1,492.50
		MATTER TOTAL	16.80	16,312.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0013 LITIGATION: CONTESTED MATTERS AND ADVERSARY PROCEEDINGS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MYERS, J. R.	08/02/16	Researched New York law on in pari delicto defense.	1.50	727.50
CROSSKEY, S	08/03/16	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	930.00
RUSSELL JR, W. T.	08/03/16	E-mails debtors, Deloitte, STB team re informational requests (.5)	0.50	657.50
MYERS, J. R.	08/05/16	Researched defenses	1.10	533.50
MYERS, J. R.	08/06/16	Researched Judge Bernstein's cases analyzing in pari delicto.	4.80	2,328.00
RUSSELL JR, W. T.	08/06/16	Emails debtors, committee re Denton issues (.3)	0.30	394.50
RUSSELL JR, W. T.	08/07/16	Emails debtors, committee re Denton issues (.4)	0.40	526.00
BALDWIN, J. E.	08/08/16	Email W. Russell re: indemnification research.	0.20	199.00
CROSSKEY, S	08/08/16	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	930.00
RUSSELL JR, W. T.	08/08/16	Review hearing and depo transcripts (1.1)	1.10	1,446.50
CROSSKEY, S	08/09/16	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	930.00
CROSSKEY, S	08/10/16	Upload Pleadings and Hearing Transcripts to SharePoint site.	6.00	1,860.00
MYERS, J. R.	08/10/16	Drafted email to J. Baldwin with update and cases regarding in pari delicto, and other issues.	4.50	2,182.50
CROSSKEY, S	08/11/16	Upload Pleadings and Hearing Transcripts to SharePoint site.	5.50	1,705.00
RUSSELL JR, W. T.	08/17/16	Review papers from litigation.	0.60	789.00
RUSSELL JR, W. T.	08/18/16	Emails committee, Deloitte re debtors information (.8)	0.80	1,052.00
AVILA, J	08/22/16	Review docket and update electronic files as per S. Crosskey	2.00	620.00
AVILA, J	08/23/16	Review docket and update electronic files as per S. Crosskey	0.50	155.00

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
DELOTT, S. R.	08/24/16	Call from W. Russell re Gawker issues, D&O insurance coverage.	0.30	319.50
RUSSELL JR, W. T.	08/24/16	Draft potential questions for Denton 341 hearing and emails Deloitte, STB team re same (.7)	0.70	920.50
RUSSELL JR, W. T.	08/25/16	T/cs, voicemails UST, debtors, STB team re questions from Denton bankruptcy (.4)	0.40	526.00
RUSSELL JR, W. T.	08/28/16	Emails Deloitte, STB team re info requests to debtors (.4)	0.40	526.00
RUSSELL JR, W. T.	08/29/16	Develop strategy w/ STB team (.3)	0.30	394.50
DELOTT, S. R.	08/30/16	Review and analysis of D&O insurance policy, endorsements; draft summary of key provisions; further analysis.	3.30	3,514.50
MYERS, J. R.	08/30/16	Call with J. Baldwin re research	0.20	97.00
RUSSELL JR, W. T.	08/30/16	Emails debtors, Deloitte re information requests (.3)	0.30	394.50
DELOTT, S. R.	08/31/16	Revisions to D&O insurance summary and forward to W. Russell.	0.50	532.50
RUSSELL JR, W. T.	08/31/16	Emails Deloitte, STB team re Hungarian assets (.4)	0.40	526.00
		MATTER TOTAL	45.60	25,717.00

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0014 MEETINGS AND COMMUNICATIONS WITH CREDITORS

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BALDWIN, J. E.	08/01/16	Attend creditors committee meeting.	0.30	298.50
HEALD, J. E.	08/01/16	Standing committee call	0.20	97.00
MASSEL, M	08/01/16	Weekly client call.	0.30	309.00
QUSBA, S	08/01/16	Full committee call.	0.20	263.00
RUSSELL JR, W. T.	08/01/16	Committee meeting/call (.3)	0.30	394.50
MOONAN, R	08/04/16	Draft confidential communications brief.	1.40	987.00
BALDWIN, J. E.	08/05/16	Attend creditors committee meeting.	1.00	995.00
MASSEL, M	08/05/16	Committee call (1.1); Prep for call (.2).	1.30	1,339.00
MYERS, J. R.	08/05/16	Call with committee	1.00	485.00
MYERS, J. R.	08/05/16	Drafted agenda for next committee call.	0.10	48.50
QUSBA, S	08/05/16	Prepare for and participate in full committee call with M. Massel, J. Baldwin and J. Myers	1.00	1,315.00
BAKER, N	08/08/16	Weekly update t/c w/ Committee	1.00	995.00
BALDWIN, J. E.	08/08/16	Attend Unsecured Creditors Committee meeting.	1.00	995.00
MYERS, J. R.	08/08/16	Updated agenda for call with committee; emailed committee with agenda.	0.30	145.50
MYERS, J. R.	08/08/16	Call with Committee	1.00	485.00
QUSBA, S	08/08/16	T/c with Full Committee, B. Russell, M. Massel, N. Baker, J. Baldwin and J. Myers	1.00	1,315.00
RUSSELL JR, W. T. (1.0)	08/08/16	Committee meeting/call	1.00	1,315.00
BAKER, N	08/12/16	weekly update with committee	1.10	1,094.50
BALDWIN, J. E.	08/12/16	Attend call w/ creditors committee.	1.40	1,393.00
MASSEL, M	08/12/16	CLIENT TOTAL call (1.5); Prep for call (.3).	1.80	1,854.00
BAKER, N	08/15/16	meeting w/ W. Russel, J. Myers, M. Massel and J. Baldwin re bids (.3)	0.30	298.50
BAKER, N	08/15/16	weekly update t/c w/ committee	0.60	597.00
BALDWIN, J. E.	08/15/16	Attend call w/ creditors committee re: case matters.	1.00	995.00
BALDWIN, J. E.	08/15/16	Attend call w/ creditors committee	0.50	497.50

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
MASSEL, M	08/15/16	Committee Standing call (.8); prep for call (.2).	1.00	1,030.00
MYERS, J. R.	08/15/16	Call with committee	0.70	339.50
RUSSELL JR, W. T.	08/15/16	Committee meeting/call (.7)	0.70	920.50
BALDWIN, J. E.	08/17/16	Attend call w/ creditors committee	0.50	497.50
MYERS, J. R.	08/17/16	prep for committee call	0.30	145.50
BAKER, N	08/19/16	update t/c w/ committee	0.90	895.50
BALDWIN, J. E.	08/19/16	Attend creditors committee call.	1.00	995.00
HEALD, J. E.	08/19/16	Standing t/c w/ Committee, Deloitte, STB	1.00	485.00
MASSEL, M	08/19/16	CLIENT TOTAL update call.	1.10	1,133.00
BAKER, N	08/22/16	Weekly update t/c w/ Committee and discussion of make-whole and next steps	1.00	995.00
BALDWIN, J. E.	08/22/16	Attend creditors committee meeting.	1.00	995.00
MASSEL, M	08/22/16	Update call w/ client (1.0); Prep for call (.2).	1.20	1,236.00
MYERS, J. R.	08/25/16	Emailed agenda to committee.	0.10	48.50
BAKER, N	08/26/16	Bi-weekly update t/c w/ committee	0.50	497.50
BALDWIN, J. E.	08/26/16	Attend creditors committee meeting.	0.50	497.50
HEALD, J. E.	08/26/16	Standing call w/ Committee, Deloitte, STB	0.50	242.50
QUSBA, S	08/26/16	Prepare for and participate in full committee call	0.60	789.00
BAKER, N	08/29/16	t/c w/ Gawker committee, weekly update (.3)	0.30	298.50
BALDWIN, J. E.	08/29/16	Attend creditors committee meeting.	0.90	895.50
HEALD, J. E.	08/29/16	Standing t/c w/ Committee, Deloitte, STB	0.30	145.50
QUSBA, S	08/29/16	T/c with full committee	0.40	526.00
RUSSELL JR, W. T.	08/29/16	Committee meetings/call and prep for same (.4)	0.40	526.00
		MATTER TOTAL	34.00	32,645.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0015 NON-WORKING TRAVEL

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BALDWIN, J. E.	08/25/16	Travel to and from N. Denton 341 hearing.	0.70	696.50
		MATTER TOTAL	0.70	696.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0022 INTELLECTUAL PROPERTY ISSUES

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
LESSER, L. E.	08/11/16	T/C A. Terrell re: IP issues.	0.30	390.00
RUSSELL JR, W. T.	08/11/16	T/cs, emails client, Lesser re IP issues (.2).	0.20	263.00
BALDWIN, J. E.	08/26/16	Call w/ N. Baker re: IP issues.	0.10	99.50
LESSER, L. E.	08/29/16	Review 2.1 of Univision agreement and T/C W. Russell.	0.50	650.00
		MATTER TOTAL	1.10	1,402.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0023 INTERCOMPANY ISSUES

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
RUSSELL JR, W. T.	08/25/16	T/cs, emails STB, Deloitte, third party re asset transfer issues (1.1)	1.10	1,446.50
		MATTER TOTAL	1.10	1,446.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0024 ASSET DISPOSITION

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
RUSSELL JR, W. T.	08/01/16	T/cs, emails Committee, STB team re sale issues (.4)	0.40	526.00
QUSBA, S	08/04/16	T/c with M. Torkin regarding sale hearing and sale objections.	0.30	394.50
RUSSELL JR, W. T.	08/05/16	Emails STB team, committee re sale issues (.4)	0.40	526.00
RUSSELL JR, W. T.	08/05/16	Review creditor reservation of rights (.2)	0.20	263.00
QUSBA, S	08/08/16	T/c with M. Massel, B. Russell, G. Galardi, K. Alexander and others regarding asset sale update.	0.40	526.00
RUSSELL JR, W. T.	08/08/16	Emails debtors re potential sale objections (.3)	0.30	394.50
RUSSELL JR, W. T.	08/10/16	Emails committee, STB team re sale issues (.8)	0.80	1,052.00
RUSSELL JR, W. T.	08/11/16	Emails, t/cs committee, STB team re sale issues (.8)	0.80	1,052.00
BAKER, N	08/12/16	follow-up t/c w/ W. Russell and M. Massel following committee call re open issues for auction and summary of committee t/c	0.30	298.50
MASSEL, M	08/12/16	Call w/ Gillardi & W. Russell re: sale issues.	1.00	1,030.00
RUSSELL JR, W. T.	08/12/16	Emails STB, Deloitte teams re sale issues (.7)	0.70	920.50
BAKER, N	08/13/16	review of revised sale order and EM to W. Russel re same	0.60	597.00
RUSSELL JR, W. T.	08/13/16	Review revised sale order and emails STB team re same (.4)	0.40	526.00
BAKER, N	08/14/16	t/c w/ G. Galardi and company professionals re sale matrix and issues of bidders to consider	0.70	696.50
BAKER, N	08/14/16	t/c/ Deloitte and W. Russel re questions presented on sale matrix call w/ Ropes and company	0.30	298.50
BAKER, N	08/14/16	review of revised sale order language and EM to S. Qusba, W. Russell and M. Massel re same and EM to G. Galardi (Ropes) re same	0.60	597.00
RUSSELL JR, W. T.	08/14/16	Review bidding matrix and conf call debtors, Holihan, STB, Deloitte re auction procedures (.8)	0.80	1,052.00
RUSSELL JR, W. T.	08/14/16	T/c Deloitte, Baker re sale issues (.3)	0.30	394.50

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
RUSSELL JR, W. T.	08/14/16	T/cs, voicemails, emails debtors STB team re sale issues (.8)	0.80	1,052.00
BAKER, N	08/15/16	EM (multiple) w G. Galardi (Ropes) and W. Russell re paragraph 39 of the sale order	0.20	199.00
BAKER, N	08/15/16	review of contract designation spreadsheet posted to dataroom	0.20	199.00
BAKER, N	08/15/16	review of competing bid	1.90	1,890.50
BAKER, N	08/15/16	meeting w/ M. Massel and W. Russell re discussion on competing bid terms	1.50	1,492.50
BAKER, N	08/15/16	t/c w/ G. Galardi and W. Russell and M. Massel re competing bid issues	0.50	497.50
BAKER, N	08/15/16	t/c w/ committee and W. Russell and M. Massel re consultation on competing bid and baseline bid	0.30	298.50
BALDWIN, J. E.	08/15/16	Attend o/c w/ W. Russell et al. re: auction.	0.70	696.50
MASSEL, M	08/15/16	Internal tcs & corresp & analysis of sale issues (.5); Analyzing bids & related tcs & corresp. (1.80); Tc w/ Ropes re: same (.8); Tc w/ Committee re: same (.8); Reviewing sale issues (.8); Internal analysis of sale issues (1.5).	6.20	6,386.00
RUSSELL JR, W. T.	08/15/16	Review revised sale order and emails, confs Baker, Massel, debtors re same (.4)	0.40	526.00
RUSSELL JR, W. T.	08/15/16	Review sale bid and emails, confs STB team re same (.8)	0.80	1,052.00
RUSSELL JR, W. T.	08/15/16	Review bids with Debtors, Hoolihan, Deloitte, STB and bidders and emails, t/cs re same (2.3)	2.30	3,024.50
RUSSELL JR, W. T.	08/15/16	Review bids and procedures w/ committee (.6)	0.60	789.00
BAKER, N	08/16/16	drafting Em summarizing net proceeds from auction for committee and determining loan amounts to be repaid	1.00	995.00
BAKER, N	08/16/16	attending and participating in auction	9.10	9,054.50
MASSEL, M	08/16/16	Corresp. re: asset sale issues (.4); Tc w/ S. Qusba re: same (.4).	0.80	824.00
RUSSELL JR, W. T.	08/16/16	Gawker auction and confs, emails committee, STB, bidders, debtors re same (7.1)	7.10	9,336.50
BAKER, N	08/17/16	T/c w/ G. Galardi re update on status of Gawker.com (.1) and EM to W. Russel re same (.1)	0.20	199.00

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BAKER, N	08/17/16	meeting w/ Russell re outline for committee call (.2) and t/c w/ committee re sale process details and next steps (.6)	0.80	796.00
BAKER, N	08/17/16	t/c w. G. Galardi re Hungarian liability issue and t/c w/ committee re same	1.10	1,094.50
BAKER, N	08/17/16	review and revisions to APA language and sale order per Hungarian law issue	0.60	597.00
BAKER, N	08/17/16	review of revised APA with Univision and EM to G. Galardi re same	0.50	497.50
HEALD, J. E.	08/17/16	T/c w/ Committee, Deloitte, STB re: auction	0.60	291.00
MASSEL, M	08/17/16	Multiple calls & corresp. w/ client's counsel to Debtors & internally re: sale issues.	3.50	3,605.00
RUSSELL JR, W. T.	08/17/16	T/Cs, emails committee re: sale and next steps.	0.60	789.00
RUSSELL JR, W. T.	08/17/16	Review revised sale order and t/c's, confs., emails w debtors, STB team re:same.	1.20	1,578.00
RUSSELL JR, W. T.	08/17/16	Review debtor reply brief.	0.30	394.50
BAKER, N	08/18/16	review of designation notice and final sale order draft and comments to same	0.20	199.00
BAKER, N	08/18/16	attending sale hearing and travel to hearing with discussion of open matters w/ W. Russell	3.20	3,184.00
BAKER, N	08/18/16	discussion w/ committee members post-hearing re next steps for allocation	0.30	298.50
MASSEL, M	08/18/16	Update call & corresp.	0.60	618.00
RUSSELL JR, W. T.	08/18/16	Hearing re sale and counsel retention; emails STB team, debtors re same and prep for same (2.5)	2.50	3,287.50
RUSSELL JR, W. T.	08/19/16	T/cs, emails debtors, STB team, committee re sale issues (.7)	0.70	920.50
BAKER, N	08/22/16	review of Denton non-compete with Univision	0.20	199.00
MASSEL, M	08/22/16	Oc w/ S. Qusba re: strategy.	0.40	412.00
BAKER, N	08/24/16	t/c w/ Ropes (R. Martin) re Denton non-compete (.2) and EM to W. Russel, S. Qusba, M. Massel and J. Baldwin re same (.1); t/c w/ S. Qusba re response to redaction (.1)	0.40	398.00

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
BAKER, N	08/25/16	T/c w/ R. Martin (Ropes) re Denton non-compete (.1) and EM summary to W. Russel, S. Qusba and M. Massel (.1)	0.20	199.00
BAKER, N	08/25/16	EM to R. Martin (Ropes) re status of Denton unredacted non-compete	0.10	99.50
BAKER, N	08/26/16	EM to R. Martin (Ropes) and W. Usatine (Cole Shutz) re Denton non-compete	0.10	99.50
BAKER, N	08/29/16	review of APA per committee query (.3)	0.30	298.50
QUSBA, S	08/29/16	Review APA reps regarding intellectual property.	0.20	263.00
RUSSELL JR, W. T.	08/29/16	Review non-compete language and emails STB team re same (.7)	0.70	920.50
		MATTER TOTAL	63.20	70,695.50

CLIENT: 002724 UNSECURED CREDITORS COMMI

MATTER: 0028 LIEN INVESTIGATION

<u>EMPLOYEE</u>	<u>DATE</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
RUSSELL JR, W. T.	08/26/16	Analyze Second Lien perfection issues and emails STB team re same (.7)	0.70	920.50
		MATTER TOTAL	0.70	920.50

Expense Detail

[illegible]

261H	7/6/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/6/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/6/2016	16121	TERESA GORMAN	1.00	0.30	0.30	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/6/2016	16121	TERESA GORMAN	1.00	1.40	1.40	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/6/2016	16121	TERESA GORMAN	1.00	0.10	0.10	ONLINE RESEARCH - BLOOMBERG LAW
225S	7/6/2016	16373	RICHARD WALKER	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/6/2016	16373	RICHARD WALKER	1.00	282.79	282.79	ONLINE RESEARCH - WEST LAW
225S	7/7/2016	16058	JONATHAN R. MYERS	1.00	471.31	471.31	ONLINE RESEARCH - WEST LAW
225S	7/7/2016	16373	RICHARD WALKER	1.00	440.85	440.85	ONLINE RESEARCH - WEST LAW
225S	7/7/2016	16373	RICHARD WALKER	1.00	565.58	565.58	ONLINE RESEARCH - WEST LAW
105H	7/8/2016	15388	JULIA E. HEALD	1.00	32.61	32.61	TELEPHONE
105H	7/11/2016	15388	JULIA E. HEALD	1.00	49.43	49.43	TELEPHONE
225S	7/11/2016	16373	RICHARD WALKER	1.00	94.27	94.27	ONLINE RESEARCH - WEST LAW
225S	7/14/2016	16058	JONATHAN R. MYERS	1.00	786.48	786.48	ONLINE RESEARCH - WEST LAW
225S	7/14/2016	16058	JONATHAN R. MYERS	1.00	282.79	282.79	ONLINE RESEARCH - WEST LAW
225S	7/15/2016	16058	JONATHAN R. MYERS	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/15/2016	16058	JONATHAN R. MYERS	1.00	188.52	188.52	ONLINE RESEARCH - WEST LAW
225S	7/18/2016	11770	JEFFREY E. BALDWIN	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/18/2016	16058	JONATHAN R. MYERS	1.00	280.89	280.89	ONLINE RESEARCH - WEST LAW
225S	7/18/2016	16058	JONATHAN R.				ONLINE RESEARCH - WEST LAW

			MYERS	1.00	188.52	188.52	
225S	7/19/2016	11770	JEFFREY E. BALDWIN	1.00	224.71	224.71	ONLINE RESEARCH - WEST LAW
225S	7/19/2016	11770	JEFFREY E. BALDWIN	1.00	188.52	188.52	ONLINE RESEARCH - WEST LAW
225S	7/19/2016	15388	JULIA E. HEALD	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/19/2016	15388	JULIA E. HEALD	1.00	188.52	188.52	ONLINE RESEARCH - WEST LAW
225S	7/19/2016	16058	JONATHAN R. MYERS	1.00	112.36	112.36	ONLINE RESEARCH - WEST LAW
225S	7/20/2016	11770	JEFFREY E. BALDWIN	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/20/2016	16058	JONATHAN R. MYERS	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/20/2016	16058	JONATHAN R. MYERS	1.00	471.31	471.31	ONLINE RESEARCH - WEST LAW
225S	7/21/2016	16058	JONATHAN R. MYERS	1.00	337.08	337.08	ONLINE RESEARCH - WEST LAW
225S	7/21/2016	16058	JONATHAN R. MYERS	1.00	848.36	848.36	ONLINE RESEARCH - WEST LAW
225S	7/22/2016	15388	JULIA E. HEALD	1.00	112.36	112.36	ONLINE RESEARCH - WEST LAW
225S	7/22/2016	15388	JULIA E. HEALD	1.00	188.52	188.52	ONLINE RESEARCH - WEST LAW
225S	7/22/2016	16058	JONATHAN R. MYERS	1.00	56.18	56.18	ONLINE RESEARCH - WEST LAW
225S	7/22/2016	16058	JONATHAN R. MYERS	1.00	282.80	282.80	ONLINE RESEARCH - WEST LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW

261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
261H	7/22/2016	16121	TERESA GORMAN	1.00	13.47	13.47	ONLINE RESEARCH - BLOOMBERG LAW
225S	7/26/2016	16058	JONATHAN R. MYERS	1.00	112.36	112.36	ONLINE RESEARCH - WEST LAW
225S	7/26/2016	16058	JONATHAN R. MYERS	1.00	188.52	188.52	ONLINE RESEARCH - WEST LAW
225S	7/27/2016	16058	JONATHAN R. MYERS	1.00	112.36	112.36	ONLINE RESEARCH - WEST LAW
225S	7/27/2016	16058	JONATHAN R. MYERS	1.00	282.79	282.79	ONLINE RESEARCH - WEST LAW
248H	7/27/2016	16058	JONATHAN R. MYERS	1.00	26.00	26.00	OT - CARFARE
225S	7/28/2016	16058	JONATHAN R. MYERS	1.00	280.89	280.89	ONLINE RESEARCH - WEST LAW
225S	7/28/2016	16058	JONATHAN R. MYERS	1.00	659.84	659.84	ONLINE RESEARCH - WEST LAW
225S	7/29/2016	16058	JONATHAN R. MYERS	1.00	207.57	207.57	ONLINE RESEARCH - WEST LAW
225S	7/29/2016	16058	JONATHAN R. MYERS	1.00	282.79	282.79	ONLINE RESEARCH - WEST LAW
225S	7/31/2016	16058	JONATHAN R. MYERS	1.00	188.52	188.52	ONLINE RESEARCH - WEST LAW
347S	8/1/2016	14936	MANUEL CRUZ	268.00	0.10	26.80	PRINTING
109H	8/1/2016	15388	JULIA E. HEALD	1.00	22.88	22.88	LOCAL TRAVEL
221H	8/1/2016	15388	JULIA E. HEALD	1.00	21.51	21.51	MEALS - OVERTIME
225S	8/1/2016	15388	JULIA E. HEALD	1.00	185.82	185.82	ONLINE RESEARCH - WEST LAW
225S	8/1/2016	15388	JULIA E. HEALD	1.00	207.86	207.86	ONLINE RESEARCH - WEST LAW
225S	8/2/2016	16058	JONATHAN R. MYERS	1.00	114.43	114.43	ONLINE RESEARCH - WEST LAW
225S	8/2/2016	16058	JONATHAN R.				ONLINE RESEARCH - WEST LAW

			MYERS	1.00	415.73	415.73	
225S	8/3/2016	15388	JULIA E. HEALD	1.00	103.94	103.94	ONLINE RESEARCH - WEST LAW
225S	8/3/2016	16058	JONATHAN R. MYERS	1.00	247.75	247.75	ONLINE RESEARCH - WEST LAW
225S	8/3/2016	16058	JONATHAN R. MYERS	1.00	207.86	207.86	ONLINE RESEARCH - WEST LAW
225S	8/5/2016	16058	JONATHAN R. MYERS	1.00	415.73	415.73	ONLINE RESEARCH - WEST LAW
225S	8/6/2016	16058	JONATHAN R. MYERS	1.00	61.94	61.94	ONLINE RESEARCH - WEST LAW
225S	8/6/2016	16058	JONATHAN R. MYERS	1.00	1,766.83	1,766.83	ONLINE RESEARCH - WEST LAW
225S	8/9/2016	16058	JONATHAN R. MYERS	1.00	207.86	207.86	ONLINE RESEARCH - WEST LAW
221H	8/10/2016	14743	RANDY MOONAN	1.00	36.46	36.46	MEALS - OVERTIME
225S	8/10/2016	14743	RANDY MOONAN	1.00	185.82	185.82	ONLINE RESEARCH - WEST LAW
225S	8/10/2016	14743	RANDY MOONAN	1.00	935.39	935.39	ONLINE RESEARCH - WEST LAW
225S	8/10/2016	16058	JONATHAN R. MYERS	1.00	467.16	467.16	ONLINE RESEARCH - WEST LAW
225S	8/10/2016	16058	JONATHAN R. MYERS	1.00	1,143.24	1,143.24	ONLINE RESEARCH - WEST LAW
225S	8/11/2016	14743	RANDY MOONAN	1.00	207.86	207.86	ONLINE RESEARCH - WEST LAW
225S	8/11/2016	16058	JONATHAN R. MYERS	1.00	61.94	61.94	ONLINE RESEARCH - WEST LAW
225S	8/11/2016	16058	JONATHAN R. MYERS	1.00	1,351.11	1,351.11	ONLINE RESEARCH - WEST LAW
221S	8/15/2016	1547	WILLIAM T. RUSSELL JR	1.00	19.42	19.42	MEALS - OVERTIME
105S	8/15/2016	1547	WILLIAM T. RUSSELL JR	1.00	0.04	0.04	TELEPHONE
105S	8/15/2016	1547	WILLIAM T. RUSSELL JR	1.00	1.88	1.88	TELEPHONE
105S	8/15/2016	1547	WILLIAM T. RUSSELL JR	1.00	1.88	1.88	TELEPHONE

221S	8/15/2016	11363	NICHOLAS BAKER	1.00	19.22	19.22	MEALS - OVERTIME
221H	8/15/2016	13730	MORRIS MASSEL	1.00	30.98	30.98	MEALS - OVERTIME
221S	8/17/2016	1547	WILLIAM T. RUSSELL JR	1.00	28.90	28.90	MEALS - OVERTIME
105S	8/17/2016	1547	WILLIAM T. RUSSELL JR	1.00	0.04	0.04	TELEPHONE
105S	8/17/2016	1547	WILLIAM T. RUSSELL JR	1.00	0.32	0.32	TELEPHONE
105S	8/17/2016	13730	MORRIS MASSEL	1.00	0.04	0.04	TELEPHONE
225S	8/23/2016	11363	NICHOLAS BAKER	1.00	185.81	185.81	ONLINE RESEARCH - WEST LAW
225S	8/23/2016	11363	NICHOLAS BAKER	1.00	103.94	103.94	ONLINE RESEARCH - WEST LAW
221S	8/24/2016	11363	NICHOLAS BAKER	9.51	2.10	19.97	MEALS - OVERTIME
225S	8/25/2016	11363	NICHOLAS BAKER	1.00	207.86	207.86	ONLINE RESEARCH - WEST LAW